

# Code of Conduct Policy

## Scope

Our business is based to a large extent upon integrity and mutual trust. We are proud of Investa's long-standing reputation for applying the highest ethical and moral standards in all its dealings.

In order to maintain and safeguard the trust and confidence of investors, regulators, customers, partners, fellow employees and the public, it is essential that Investa and its employees not be involved in any form of illegal or unethical conduct, or any other situation or activity which might be perceived by others to constitute illegal or inappropriate conduct.

This policy and associated standards of behaviour applies to all permanent, fixed-term and casual employees of Investa Office Management Pty Limited and its related bodies corporate (**Investa**), including Non-Executive Directors of all Investa group entities, in relation to their employment with Investa.

This policy applies during working hours and will apply outside of working hours where an employee's behaviour impacts on their relationship with other employees, contractors or consultants or with Investa as a corporate citizen.

This includes but is not limited to employees who are on Investa premises, travelling on behalf of Investa, representing Investa at a work function or public meetings, or otherwise representing Investa.

## Objective

The purpose of this policy is to outline Investa's Code of Conduct – the standards of behaviour we expect at Investa and which all employees are bound to follow. In addition, Investa has a number of policies that will apply to your employment with Investa (including but not limited to those outlined in section 7 of this document). These policies are available on the Intranet. You are required to familiarise yourself with and comply with the terms of these policies.

## Roles and Responsibilities

Any breach of this policy or failure to act within the spirit of this policy **will** be viewed seriously and may be subject to disciplinary action, which may include termination of employment with Investa.

Breach of obligations under this policy may also be a breach of the law and may result in civil or criminal penalties for the employee concerned, their manager, directors and/or the company.

The General Manager People & Culture is responsible for guidance and advice in relation to this policy, as well as establishing a framework to support regular communication and reinforcement of this policy.

Managers are responsible for:

- Upholding and promoting this policy by living the Investa values;
- Taking reasonable steps to prevent their team from engaging in conduct contrary to this policy, as well as protecting them from such conduct;
- Ensuring that employees in their team are aware of and comply with this policy;
- Ensuring their team are familiar with internal avenues for resolving complaints, including Investa's Grievance Handling Procedure;

- Dealing with complaints about unacceptable behaviour and misconduct quickly, effectively and confidentially; and
- Advising the General Manager People & Culture if there is an emerging concern about compliance with this policy.

Employees are responsible for:

- Their own behaviour and actions at all times;
- Being aware of and complying with this policy, other Investa policies and legislative requirements that apply to their roles;
- Acting in the best interests of Investa at all times, including avoiding actual and apparent conflicts of interest;
- Treating other employees, contractors and consultants fairly and with respect;
- Taking all reasonable steps to secure Investa premises and property;
- Raising concerns they have regarding improper conduct or any suspected breach of law with their manager or through other internal issue resolution support channels made available by Investa; and
- Seeking advice from their manager before undertaking an action or activity that may be contrary to Investa policy.

If you believe that a breach of this policy has occurred you are entitled to seek the assistance of your manager to achieve satisfactory resolution of any issue involved. A Grievance Handling Procedure has been developed to resolve such issues.

If you do not feel able to use the existing reporting channels due to the nature and/or seriousness of the improper conduct you may raise the matter directly with the General Manager People & Culture, in accordance with the Whistleblower Policy.

## Key Principles

### Respecting the Law and Company Policies

It is essential that employees comply with the laws and regulations in all countries in which Investa operates and within defined company policies. Violations of laws and regulations can have serious consequences for Investa and the individual concerned (including criminal, civil and administrative sanctions).

You must always avoid circumstances which may render you susceptible to allegations of illegal, unethical or inappropriate conduct. Where the law and an Investa policy are different, you must comply with the higher standard.

Expectations of behaviour in this regard include:

- Complying with all Investa policies, including, without limitation, the Investa Resolution of Conflict of Interest Policy;
- Complying with Investa's internal standards (including policies), which helps Investa meet its ethical, legal and regulatory obligations and minimise risk to both individuals and Investa;
- Respecting the customs and business practices of the countries in which Investa operates, but in so doing, not compromising the principles embodied in this policy;
- Discharging their authority (if any) to sign documents on behalf of Investa responsibly and ensuring that by signing documents, they have received and understood the nature of the document being signed and that it has been properly authorised;
- Not acting outside their authority; and
- Not making services or products available if they know that they will be used in relation to illegal activities.

## **Personal conduct**

Employees are expected to act with integrity and behave in an honest and transparent manner at all times. This includes not tolerating dishonest behaviour by colleagues or customers, as well as giving honest, accurate and complete information to and (when appropriate) about customers to other parties.

Employees commit to uphold Investa's commitment to good corporate citizenship while pursuing its business objectives. This includes considering the broader impact of decisions and actions on colleagues, customers, the community and the environment.

### Professionalism

In the workplace and when attending business activities or functions, you must always conduct yourself in a manner which does not bring Investa into disrepute. Your conduct must always be consistent with Investa's workplace conduct policies, in particular the Equal Employment Opportunity policy, available on the intranet.

Expectations of your behaviour in this regard include:

- Maintaining and striving to improve the skills, knowledge and competencies that are required for positions;
- Limiting any advice to customers to factual explanations which employees are competent to provide, or to such financial or other advisory services that employees are expressly authorised to provide;
- Not using funds, information or property of Investa or its customers for the benefit of individuals, nor assisting others in such behaviour;
- Working together as a team and treating other employees with respect and dignity, ensuring diversity in all its forms is recognised, embraced and respected, striving for a safe, harmonious, efficient and diverse workplace;
- Committing to Investa's Diversity and Inclusion Policy and to equality of access to employment, development and promotion opportunities to ensure fairness and parity across the organisation;
- Not tolerating bullying, discrimination or harassment in all its forms; and
- Maintaining a professional business image internally and externally. Personal dress and presentation should reflect Investa's corporate image at all times.

### Drug and alcohol usage

The unauthorised use, sale, possession, consumption or distribution of any type of drug or alcohol on Investa premises, or while attending Investa employee or client functions, is not permitted.

It is unacceptable for any Investa employee or contractor to attend the workplace (or any Investa site) if they are under the influence of any type of drug or alcohol where (in the opinion of the Company):

- Their ability to perform their job in a safe, competent and professional manner is hindered;
- Their job performance is adversely affected;
- The safety and well-being of themselves, or other employees, is adversely affected; or
- Their conduct affects public confidence in the ability of Investa to carry out its' responsibilities and business activities.

All employees are expected to report for work and remain at work in a condition to perform assigned duties free from the effects of alcohol and/or prohibited drugs. Operation under the influence of prohibited drugs or alcohol will not be tolerated.

The use and consumption of alcohol at staff drinks, staff social or business functions is permitted in moderation providing employees conduct themselves professionally and in a safe manner and act in accordance with this policy and Investa's values.

## **Confidential Information**

Employees commit to treat as confidential Investa's business affairs and those of their customers, colleagues and business associates. You will comply with laws and other contractual arrangements which may bind Investa and which govern the use and disclosure of information.

In ensuring confidentiality is maintained and information is not misused, employee behaviour includes the following:

- When joining Investa, employees commit to keeping confidential, information which they learn about Investa, customers and business associates during employment. Employees maintain this confidentiality even after they have left Investa;
- Employees do not encourage or pressure others to disclose confidential, sensitive or privileged information, including individual remuneration details;
- Employees do not use confidential information for personal gain, or for the gain of others such as friends, relatives or business associates;
- Employees do not use confidential information to the detriment of Investa, its customers, suppliers or partners;
- Employees access confidential information only for authorised work-related tasks; and
- Complying with any confidentiality protocols which may apply to the Investa business from time to time.

If on termination of employment an ex-employee breaches their duty in this regard, Investa will consider taking legal action to protect its interests and those of its customers, employees and business associates. This action may include seeking an injunction restraining the individual from committing any further breach, or a claim for damages in respect of the loss suffered by Investa.

## **Workplace Health and Safety**

Investa is committed to the protection of the health and safety of all people involved in its activities. In meeting this commitment, employees are expected to:

- Take reasonable care for their own health and safety and that of others;
- Follow workplace health and safety policy and practices;
- Ensure contractors working on behalf of the Group are suitably qualified to perform the tasks safely and in compliance with applicable standards;
- Report accidents, injuries and unsafe equipment, practices and conditions; and
- Make suggestions that will improve the safety of the workplace.

You are required to carry out your duties in a safe manner and not to engage in any behaviour that victimises, humiliates, undermines or threatens or risks the health and safety of another person, or would reasonably be expected to do so.

This means ensuring all employees and other personnel in the workplace are not injured in the workplace and the workplace is free from bullying, discrimination and harassment. Employees must also ensure that all reasonable precautions are taken to prevent accidents or unsafe practice from occurring.

Employees are encouraged to take responsibility for their own health and safety and must promptly report hazardous conditions and/or practices to their manager, or the General Manager Safety & Environment and make suggestions that will improve the safety of the workplace.

No undertaking is so important or urgent that it cannot be done safely.

## **Conflicts of Interest**

A conflict of interest occurs where an employee has a personal or professional interest sufficient to influence, or appear to influence, the objective performance of their duties and responsibilities to Investa.

Employees are not to participate in activities that involve a conflict with their duties and responsibilities to Investa, or which are prejudicial to the business of Investa.

Expectations of behaviour in this regard include:

- Seeking Investa's consent before accepting a directorship on the board of another (non-Investa) company;
- Disclosing to People & Culture any significant personal relationships they have within the workplace, including family members or partners, to ensure any potential conflicts of interest can be managed proactively in this regard;
- Disclosing any material interests that employees have with customers to their supervisor and refusing to manage customer relationships where there is such an interest; and
- Refraining from participating in business activities outside their employment with Investa (whether as a principal, partner, director, agent, guarantor, investor or employee) that could adversely affect employees' ability to carry out their duties and responsibilities to Investa.

You are expected to read and familiarise yourself with the Resolution of Conflict of Interest policy (available on the Intranet), which contains more detail about how to manage perceived or actual conflicts of interest and your responsibilities in this regard. If you have any questions or concerns about your responsibilities in this regard, please contact the Company Secretary.

#### Personal benefits

Investa is committed to the highest level of integrity in all its dealings. Accordingly, employees must not solicit, accept or offer money, gifts, favours or entertainment which might influence, or might appear to influence, business judgment.

Employees may not accept, for their personal benefit or gain, gifts or gratuities offered by anyone selling goods or providing services to Investa without prior approval of the Chief Executive Officer. The restricted items include but are not limited to:

- Money;
- Goods or services either given without charge or at a special personal discount;
- Travel and accommodation;
- Paid attendances at Conferences; or
- Any item or benefit providing a personal gain which could be seen to compromise either the employee or the company.

#### *Guidelines for acceptable gifts and gratuities*

It is recognised that in the normal course of business that there is a reasonable level of social interaction and also that there will be times when it is appropriate to accept gifts. The following guidelines are provided to help employees assess the acceptability of the invitations and offers that may be received from time to time.

- Employees may accept an invitation from a Supplier as their guest at a social or sporting event provided it does not include paid travel and/or accommodation;
- Hospitality received should be at a reasonable level;
- Employees may accept small gifts given as part of a promotional event;
- Reasonable Christmas gifts are acceptable; and
- While travelling employees conducting business may accept and provide reciprocal hospitality with suppliers and other business associates.

Item/Event Value	Approval	Log
Less than \$100	No	No
\$100 - \$200	No	Yes
Greater than \$200	Yes – approval prior to it being accepted from the Group Executive (or CEO where the recipient is a Group Executive)	Yes
Where total items and/or events from any one source within any 3 month period exceed \$450	Escalation to the CEO	Yes

Gifts must be entered into a log and signed by the employee each quarter, counter-signed by his/her manager to confirm that the events of the month are reasonable given the role and responsibilities of the employee. The counter-signed log must then be held by the relevant Group Executive. This log is subject to audit on a random basis.

### Further Information

Investa's expectations in relation to standards of conduct and the reporting of improper conduct are outlined as part of the new employee induction program and as part of ongoing training and awareness programs. If you require additional information about this policy and/or you have any questions, issues or concerns, or suggestions for improvement to this policy, please contact the General Manager People & Culture.

### Related Policies, Procedures and Guidelines

- Diversity & Inclusion Policy
- Security Trading Policy
- Equal Employment Opportunity Policy
- Grievance Handling Procedure
- Resolution of Conflict of Interest Policy
- Whistleblower Policy

### Policy Information

**Responsibility:** General Manager, People & Culture

**Date Created:** 1 July 2008

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